

BERMUDA

THE COMPANIES ACT 1981

THE LIMITED LIABILITY COMPANY ACT 2016

APPLICATION TO PERFORM A RESTRICTED BUSINESS ACTIVITY

This form is specified by the Minister of Finance under Section 4A(3A) of the Companies Act 1981, or Section 67(3A) of the Limited Liability Company Act 2016, with regard to conducting the restricted business activity in relation to an Initial Coin Offering as described in Part IIIA of the Companies Act or Part 10A of the Limited Liability Company Act.

<input type="checkbox"/> ICO / LIMITED COMPANY	<input type="checkbox"/> New	<input type="checkbox"/> Existing Bermuda Reg. No.	<input type="checkbox"/> ICO / LLC	<input type="checkbox"/> New	<input type="checkbox"/> Existing Bermuda Reg. No.
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Check the appropriate box if the entity intends to apply for a license under section 114B or 129A of the Companies Act. 114B or 129A license applications must be made simultaneously with the filing of this Application to Perform Restricted Business Activity (ICO). Refer to the Registrar of Companies website for application instructions.	<input type="checkbox"/> 114B	<input type="checkbox"/> 129A
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Part 1: Applicant Information

- 1.1 Name of project (the "Project") as stated in the ICO Offer Document.
- 1.2 Name (or proposed name) of company or LLC making this application to perform a restricted business activity (the "Company" or the "LLC").
- 1.3 Domicile of the Company or LLC.
- 1.4 Registered office address of the Company or LLC.
- 1.5 Website address of the Company or LLC, and the name(s) and email address(es) of the project managers.
- 1.6 Name and address of all persons facilitating the ICO, including the digital asset issuer (if other than the applicant), owner of the platform that will be used to facilitate the ICO, and persons managing the ICO.
- 1.7 Indicate the date that an ICO Offer Document meeting the statutory requirements is expected to be filed with the Registrar of Companies or whether it (together with the required certification) is included with this application.
- 1.8 Indicate the start and end dates requested for the performance of the ICO Restricted Business Activity.
- 1.9 For existing companies and LLCs, provide a list of the Directors and the Secretary of the Company or the manager(s) of the LLC, including the name, address, and nationality of the director or manager. For new incorporations or formations, this information is requested to be filed with the Registrar of Companies, along with the required filing fee, within 30 days of the director's appointment or any changes thereto.

- 1.10 If any person listed on Form 1 as a beneficial owner, or in question 9 above has been granted a license, permit, or other authorization provided under any law relating to financial markets, please provide the relevant details regarding such.

Part 2: Project Information

- 2.1 Provide information about the project organization and project planning, including the timing of the various project phases or milestones and estimated time for delivery of the project.
- 2.2 List the key features of the product or service to be developed.
- 2.3 Describe the proposed market participants that the ICO seeks to target, including the proposed jurisdiction(s) and whether there are any restrictions on the participants.
- 2.4 Indicate which technologies will be used including, but not limited to whether:
- distributed ledger technology will be used (Y/N)
 - other new or existing technologies (Y/N; if yes, please describe)
 - this is an open source project (Y/N)
- 2.5 Describe the means by which the ICO will be financed.
- 2.6 Indicate, by reference to the number of digital assets, the amount of money equivalent (in Bermuda dollars) that the ICO is intended to raise.
- 2.7 Indicate whether such funds have already been allocated to a specific project, and if so, include a description of the project if different from the project described in 2.1 and 2.2. Indicate how any surplus funds would be used or allocated.

Part 3: Issuance and Nature of Digital Assets

- 3.1 With regard to this ICO, has a digital asset already been created? [Y/N]
- 3.2 If a digital asset will be created in the course of the ICO, describe the steps for the creation of the digital asset by reference to the technical standards and including the technology used.
- 3.3 State the point at which the digital asset will be transferred to the participants and whether there is a vesting period (if so, state the timeline). State the person or entity that will be making the transfer and the manner in which the transfer of the digital asset will be made.
- 3.4 State the amount or proportion of digital assets that will be retained by the applicant, project operator or manager, and/or the project development team.
- 3.5 State whether amounts paid by purchasers of the digital asset will be collected in a multi-signature wallet. If so, the names of the persons holding keys to the wallet and whether such persons are independent from the project operator or manager, and/or the project development team.
- 3.6 Provide a detailed description of the functionalities that are planned for the digital asset including a description of the point(s) when the planned functionalities will apply.

- 3.7 Describe the rights that the participant would acquire and how these rights will be documented. Specific participation and issuing conditions, if any, are required.
- 3.8 State whether a financial institution that is subject to anti-money-laundering and anti-terrorist financing laws in Bermuda or any other jurisdiction will be commissioned to meet due diligence requirements under Bermuda laws and, if so, detailed information about the relevant processes and the relevant financial institution must be provided.
- 3.9 State whether the applicant or any other party identified in Regulation 4 has previously carried out an ICO, and if so, provide the name of the project and ICO issuer and jurisdiction from which the issuer operated.

Part 4: Transfer and Secondary Market

- 4.1 Indicate whether the digital asset can be traded or transferred between persons with or without an intermediary or other third-party custodian. Include information about compatible wallets and technical standards.
- 4.2 Indicate whether the digital asset will be functional at the time of the transfer, and if so, describe the extent of functionality.
- 4.3 Indicate whether it is intended that the digital asset may be exchanged for goods or services of the applicant or third parties.
- 4.4 Indicate whether there are any plans for the project operator or issuer to buy back digital assets.
- 4.5 Indicate whether the digital asset has been marketed as an investment by the applicant or any other party identified in Part 1 above.

Part 5: Compliance Matters

- 5.1 Include a description of the technical standards or software, blockchain or other technology that will be used to identify participants in the ICO.
- 5.2 Provide a description of the procedures or protocol that will be used to confirm the identities of the participants in the ICO.
- 5.3 Provide a description of the measures that will be established to enable an audit and production of a compliance statement at the close of the ICO confirming compliance with applicable requirements.

This description may include, but is not limited to, a copy of the applicant's policies and procedures for:

- (a) identifying the participant and verifying the participant's identity on the basis of documents, data or information obtained from a reliable and independent source;
- (b) in the case of a legal entity or legal arrangement, identifying the name and verifying the identity of the relevant natural person carrying out the transaction or proposed transaction;
- (c) in the case of a person purporting to act on behalf of a participant, verifying that the person is in fact so authorised and identifying and verifying the identity of that person;
- (d) conducting enhanced due diligence whenever necessary in accordance with applicable requirements;
- (e) retention of records as required; and
- (f) compliance with applicable audit and compliance statement requirements.

****PARTS 6 AND 7 ARE NOT FOR USE BY APPLICANTS**

Part 6: FinTech Advisory Committee Notes and Comments

Part 7: Registrar of Companies Notes and Comments

Consent granted

Application rejected

Date:

Minister of Finance

****Applications should be submitted to ICO@gov.bm**